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THIS ABRIDGED PROSPECTUS CONTAINS EIGHT PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Fixed Price Issue



AMBO AGRITEC LIMITED

(Formerly known as Ambo Agritec Private Limited)

Corporate Identity Number: U15419WB1994PLC064993, **Date of Incorporation:** September 07, 1994

Registered & Corporate Office	Contact Person	Email and Telephone	Website
3, Pretoria Street, Chandrakunj Building, 2 nd Floor, Kolkata – 700071, West Bengal, India	Mrs. Sudha Jain Company Secretary & Compliance Officer	Email: cs@amboagritec.com Tel No: +91 98310 74747	www.amboagritec.com

NAMES OF PROMOTERS OF THE COMPANY

Mr. Umesh Kumar Agarwal

Type	Fresh Issue Size No of shares/Amount	OFS Size	Total Issue Size	Eligibility – 229(1) / 229(2) & Share Reservation amount QIB, NII & RII
Fresh Issue	₹1020.00 Lakhs	Nil	₹1020.00 Lakhs	The Issue is being made pursuant to Regulation 229(1) of SEBI ICDR Regulations, As the Company's post issue Paid-up capital would be less than 10.00 (Ten) Crores. Share Reservation: Minimum 50% to the Retail individual investors. Minimum 5% to the Market Maker.

These equity shares are proposed to be listed on the **SME Platform of BSE Limited ("BSE SME")** and the **Designated Stock Exchange** will be **BSE Limited ("BSE")**.

OFS: Offer for Sale

Details of OFS by Promoter(s)/Promoter Group/Other Selling Shareholders - NIL –

Price Band, Minimum Bid Lot & Indicative Timelines	
Price Band - Fixed Price Issue	Rs. 30/- Per Equity Share of Face Value of Rs. 10/- Each
Minimum Bid Lot Size	4,000 Equity Shares
Bid/Offer Open On	November 21, 2022
Bid/Offer Closes On	November 24, 2022
Finalization of Basis of Allotment	November 29, 2022
Initiation of Refunds	November 30, 2022
Credit of Equity Shares to Demat accounts of Allottees	December 01, 2022
Commencement of trading of Equity Shares	December 02, 2022

Details of WACA of all shares transacted over the trailing eighteen months from the date of Prospectus

Period	Weighted Average Cost of Acquisition (in Rs.)	Upper End of the Price Band is 'X' times the WACA	Range of acquisition price Lowest Price- Highest Price (in Rs.)
Trailing Eighteen Months from the date of Prospectus	NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES A FRESH ISSUE OF EQUITY SHARES		

WACA: Weighted Average Cost of Acquisition shall be calculated on a fully diluted basis for the trailing eighteen months from the date of Prospectus.

RISK IN RELATION TO THE FIRST ISSUE

This being the first issue of the issuer, there has been no formal market for the securities of the issuer. The face value of the equity shares is ₹10/- each and the issue price is 3.0 times of face value of the equity share. The issue price should not be taken to be indicative of the market price of the equity shares after the equity shares are listed. No assurance can be given regarding active or sustained trading in the equity shares of our company or regarding the price at which the equity shares will be traded after listing.

GENERAL RISKS

Investment in equity and equity-related securities involves a degree of risk and investors should not invest any funds in this offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in this offering. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended or approved by the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of “Risk Factors” beginning on page no. 9 of this document.

PROCEDURE

If you wish to know about processes and procedures applicable to this issue, you may request for a copy of the Prospectus and/or the General Information Document (GID) from the Lead Manager or download it from the websites of the Stock Exchanges i.e., www.bseindia.com and the LM (www.finshoregroup.com) and the Company (www.amboagritec.com).

PRICE INFORMATION OF LEAD MANAGER: FINSHORE MANAGEMENT SERVICES LIMITED

Statement on Price Information of Last 7 (Seven) Issues (IPO) handled by Finshore Management Services Limited:

Sr. No.	Issue Name	Issue Size (₹ in Cr.)	Issue Price (In ₹)	Listing Date	Opening price on listing date (In ₹)	+/- % change in closing price, [+/- % change in closing benchmark] 30 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] – 90 th calendar days from listing	+/- % change in closing price, [+/- % change in closing benchmark] – 180 th calendar days from listing
1	Scarnose International Limited	6.60	55/-	27/06/2022	55.50	-5.09 [3.96]	-3.45 [9.29]	N. A.
2	Healthy Life Agritec Limited	10.00	10/-	26/07/2022	8.90	-9.10 [6.91]	-35.10 [7.31]	N. A.
3	Agni Green Powers Limited	5.25	10/-	01/08/2022	25.00	216.50 [2.42]	194.50 [2.58]	N. A.
4	Upsurge Seeds of Agriculture Limited	22.81	120/-	11/08/2022	140.00	50.25 [0.99]	137.50 [3.08]	N. A.
5	Naturo Indiabull Limited	10.92	30/-	02/09/2022	25.00	-25.33 [-2.34]	N. A.	N. A.
6	Mega Flex Plastics Limited	11.40	40/-	19/09/2022	54.00	17.13 [-0.77]	N. A.	N. A.
7	Containe Technologies Limited	2.62	15/-	30/09/2022	23.10	186.67 [4.41]	N. A.	N. A.

Status as on 14-11-2022

GENERAL INFORMATION

Names of Lead Manager	Finshore Management Services Limited Telephone: +91-33-22895101, 46032561 Contact Person: Mr. S. Ramakrishna Iyengar Email: info@finshoregroup.com
Name of the Market Maker	NIKUNJ STOCK BROKERS LIMITED Telephone: +91-11-47030015-16 Contact Person: Mr. Anshul Agarwal Email: complianceofficer@nikunjonline.com
Name of Registrar to the Issue	CAMEO CORPORATE SERVICES LIMITED Telephone: +91-44-40020700, 28460390 Contact Person: Mr. R.D. Ramasamy, Director Email: investor@cameoindia.com
Name of Statutory Auditor	“M/s Dokania S Kumar” Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained if any	Not Applicable
Name of Debenture trustee, if any	Not Applicable
Self-Certified Syndicate Banks	The list of banks is available on https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes which is updated from time to time.
Non-Syndicate Registered Brokers	You can submit Application Forms in the Issue to Non-Syndicate Registered Brokers at the Non-Syndicate Broker Centres. For further details, see the section titled “Issue Procedure” beginning at page no. 193 of the prospectus.
Details regarding website address(es)/ link(s) from which the investor can obtain list of registrars to issue and share transfer agents, depository participants and stock brokers who can accept application from investor (as applicable)	The details of the Designated Registrar to Issue and Share Transfer Agents Locations and Designated Collecting Depository Participant and stock brokers Locations, along with their names and contact details are available on the websites of the Stock Exchange as updated from time to time

PROMOTERS OF ISSUER COMPANY

Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1.	Mr. Umesh Kumar Agarwal	Individual	Mr. Umesh Kumar Agarwal , aged 41 years, is the Promoter and Managing Director of our Company. He has been on the Board of Directors of our Company since December 31, 2010. He has done Master of Science in Marketing from the University of Glamorgan Prifysgol Morgannwg; he was actively involved in his family business into bakery and confectionery segment for over 10 years and has in-depth knowledge on the overall working of this segment.

For Further details on: “Our Promoters and Promoter Group” refer Page No. 120 of the Prospectus.

BUSINESS OVERVIEW AND STRATEGY

Brief Overview of Our Company and Business:

Our Company was incorporated in the year 1994 in the name of ‘Sunny Biscuits Bakery and Confectionery Private Limited’ and over the years, has established itself as a brand name in the eastern India. Our company was allotted 1 acre and 52 square feet of land in Mangalpur Industrial Estate, Raniganj promoted and developed by Asansol Durgapur Development Authority, A Statutory Authority of Government of West Bengal.

Ambo Agritec Limited is primarily engaged in the business of Manufacturing of Biscuits, outsourced manufacturing of Edible Oils, Vanaspati and Bengali Speciality Products (through third parties). In addition to this, our company is also engaged in trading of Crude Linseed Oil, Soyabean Meal. Our Company use raw material of premium quality sourced from reputed local suppliers for Biscuits and raw materials imported for Edible Oils & Vanaspati, which help us to ensure the quality of our products.

Our state-of-the-art manufacturing plant for biscuits is situated at Mangalpur Industrial Estate, Raniganj in the state of West Bengal, India. Our manufacturing facility well equipped with machineries and other handling equipment to facilitate smooth manufacturing process.

Our products are marketed under our own brand names “Happy Bites” for Biscuits, “Happy Heart” for Edible Oil, “Ambo Gold” & “Vanaspati 2000” for Vanaspati and “Max Health” for Bengali Speciality Products.

We maintain hygienic norms and use good quality raw materials for manufacturing of our products. With a client centric approach, our Company strives hard for utmost contentment of the customers. The manufactured products are prepared completely under hygienic atmosphere by the professional makers. We have been certified by Food Safety and Standards Authority of India (FSSAI) for the quality management systems of our Company in relation to our products.

The promoter of our Company is Mr. Umesh Kumar Agarwal have sound industrial knowledge and experience, which enable us to carry the business in an efficient manner.

Our Product Portfolio:







Ambo Agritec’s flagship products are premium biscuits under the brand “HAPPY BITE”, edible oils under the brand “HAPPY HEART”, Vanaspati under the brand “AMBO GOLD” & “VANASPATI 2000” and Bengali Specialized Packed Food Items under the brand “MAX HEALTH”.

Key Performance Indicators: Revenue from operations, EBITDA and Net Profit Margin

Industries Served: Food Processing Industry

Employees Strength: As on date of Prospectus, we have a total of 92 employees.

Intellectual Property:

Sl. No	Trademark	Registration No/ Application No	Class of Registration	Date of Issue/ Application	Date of Expiry	Status
1		3560641	29	May 31, 2017	May 31, 2027	Registered
2		2945364	25	April 20, 2015	April 20, 2025	Registered
3		4820829	30	January 15, 2021	---	Objected
4		1650341*	29	February 05, 2008	February 05, 2028	Registered
5		916705*	29	April 07, 2000	April 07, 2030	Registered
6		1446946#	29	April 20, 2006	April 20, 2016	Registered

* Registered in the name of M/s. Swastik Refinery Private Limited and Rights for Usage has been taken by our Company

Registered in the name of M/s. Ambo Agro Products Limited and Rights for Usage has been taken by our Company

Market Share: Not ascertainable

Manufacturing Plant: Our state-of-the-art manufacturing plant for biscuits is situated at Mangalpur Industrial Estate, Raniganj in the state of West Bengal, India.

Our Business Strategy:

• Focus on Increase in Volume of Sales	• Leverage and enhance our goodwill in the market
• Reduction of operational costs and achieving efficiency	• Leveraging our Market Skills and Relationships
• Quality Assurance	• Increasing the customer reach
• Improving operational efficiencies	• Innovative & Marketing Method

BOARD OF DIRECTORS

Sl. No.	Name	Details	Experience	Other Directorship
1	Mr. Umesh Agarwal	Promoter & Managing Director	Mr. Umesh Kumar Agarwal, aged 41 years, is the Promoter and Managing Director of our Company. He has been on the Board of Directors of our Company since December 31, 2010. He has done Master of Science in Marketing from the University of Glamorgan Prifysgol Morgannwg; he was actively involved in his family business into bakery and confectionery segment for over 10 years and has in-depth knowledge on the overall working of this segment.	Jolly Infocom Private Limited
2	Mr. Saikat Chatterjee	Executive Director	Mr. Saikat Chatterjee, aged about 50 years is an Executive Director in our Company. He has been on the Board of Directors of our Company since June 24, 2019. He holds a Bachelor Degree in Commerce from University of Burdwan. He has an in-depth knowledge in bakery and confectionery segment and has been a driving force in guiding and building the dairy business of the company.	Nil
3	Mr. Rang Nath Lahoti	Executive Director	Mr. Rang Nath Lahoti, aged about 55 years is an Executive Director in our Company. He has been appointed in the Board of Directors of our Company on April 08, 2022. He has done Chemical Engineering from University of Poona.	Nil
4	Mrs. Geetanjali Saberwal Agarwal	Non-Executive Director	Mrs. Geetanjali Saberwal Agarwal, aged about 45 years is a Non-Executive Director in our Company. She has been appointed in the Board of Directors of our Company on August 25, 2022. She holds a Bachelor Degree in Arts from University of Calcutta.	Surya Continental Private Limited
5	Mr. Ashok Kumar Singh	Independent Director	Mr. Ashok Kumar Singh, aged about 52 years is an Independent Director in our Company. He has been appointed in the Board of Directors of our Company on August 25, 2022. He holds a Bachelor Degree in Commerce from Lalit Narayan Mithila Viswavidyalaya, Kamrshwar Nagar, Darbhanga.	Karuna Impex Enterprises Limited Lambodar Ferro Alloys Limited
6	Mr. Tapas Sankar Chattopadhyay	Independent Director	Mr. Tapas Sankar Chattopadhyay, aged about 68 years is an Independent Director in our Company. He has been appointed in the Board of Directors of our Company on September 12, 2022. He holds a Bachelor Degree in Commerce from University of Calcutta.	None

OBJECT OF THE ISSUE

The Issue includes a fresh Issue of 34,00,000 Equity Shares of our Company at an Issue Price of ₹30/- per Equity Share aggregating to ₹1,020.00 Lakhs. Our Company proposes to utilize the funds which are being raised through this Issue towards the below mentioned objects and gain benefits of listing on Stock Exchange.

The Objects of the Issue are:

- A. To meet the working capital requirements
- B. To meet the Issue Expenses
- C. General Corporate Purposes

Our Company believes that listing will enhance our Company's corporate image, brand name and create a public market for its Equity Shares in India. It will also make future financing easier and affordable in case of expansion or diversification of the business. Further, listing attracts interest of institutional investors as well as foreign institutional investors.

The main objects clause of our Memorandum enables our Company to undertake the activities for which funds are being raised in the Issue. The existing activities of our Company are within the object's clause of our Memorandum.

Details of means of finance –

The fund requirements for each of the objects of the Issue are stated as follows: (Rs. in lakhs)

Sr. No.	Objects of the Issue	Total estimate cost	Amount deployed till	Amount to be financed from Net Proceeds	Estimated Net Proceeds Utilization Fiscal 2023
1	To meet the working capital requirements	896.00	Nil	896.00	896.00
2	General corporate purposes	75.00	Nil	75.00	75.00
3	Issue related expenses	49.00	Nil	49.00	49.00
	Total	1020.00	Nil	1020.00	1020.00

For further details please refer to chapter "Object of the issue" beginning on page no. 57 of the prospectus.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years: Not Applicable

Name of monitoring agency, if any: Not Applicable

Terms of Issuance of Convertible Security, if any: Not Applicable

PRE-ISSUE SHAREHOLDING PATTERN

Sr. No.	Particulars	Pre-Issue number of shares	% Holding of Pre-issue
1.	Promoters	56,93,160	94.96%
2.	Promoter Group	3,01,200	5.03%
	Total	59,94,360	99.99%

For further details please refer to "Capital Structure" beginning on Page no. 46 of the Prospectus.

Number/amount of equity shares proposed to be sold by selling shareholder: Not Applicable

RESTATED AUDITED FINANCIALS

(Rs. In Lakhs)

Particulars	For three months period ended June 30, 2022	For the year ended March 31,		
		2022	2021	2020
Revenue from Operation	1,593.55	9,469.34	4,714.15	7,336.84
Net Profit/(Loss) before tax	61.51	194.03	29.17	28.73
Net Profit/(Loss) after tax	49.58	119.27	19.11	31.99
Equity Share Capital	174.76	174.76	174.76	174.76
Reserves and Surplus	245.64	196.06	76.79	57.68
Net worth	420.40	370.82	251.55	232.44
Earnings per share (Rs.) (Basic & diluted) (As per Restated)	28.37	68.25	10.94	18.31
Earnings per share (Rs.) (Basic & diluted) (After Retrospective effect of Split & Bonus)	1.42	3.41	0.55	0.92
Return on net-worth (%)	11.79%	32.16%	7.60%	13.76%
Net Asset Value per share (Rs.) (As per Restated)	240.56	212.19	143.94	133.01
Net Asset Value Per Share (Rs) (After Retrospective effect of Split & Bonus)	12.03	10.61	7.20	6.65

For further Detailed information, please refer to Chapters “Capital Structure” and “Basis for Issue Price” beginning from page no. 46 and 61 of prospectus respectively.

INTERNAL RISK FACTORS

The below-mentioned risks are top 10 risk factors as per the Prospectus.

1. Our Company, Promoter Group and Group Entities are parties to certain legal proceedings. Any adverse decision in such proceedings may have a material adverse effect on our business, result of operations and financial conditions.
2. There are contingent liabilities of the Company which may result in financial iniquities in the company.
3. Increase in the prices of our raw material may have an adverse effect on our business.
4. Our inability to expand or effectively manage our growing distribution network may have an adverse effect on our business, results of operations and financial condition.
5. We rely significantly on some suppliers for the supply of our raw materials. If these suppliers are unable or unwilling to supply raw materials on time or otherwise fail to meet our requirements, our business will be harmed. An inability to procure the desired quality, and quantity of our raw materials and components in a timely manner and at reasonable costs, or at all, may have a material adverse effect on our business, results of operations and financial condition.
6. We are also dependent on exports for the sale of our products. Consequently, we are exposed to foreign currency fluctuations risks which may have an adverse effect on our business, result of operations and financial condition.
7. We do not own the premises in which our Registered Office, Corporate office and manufacturing facility are located and the same are on lease and Rent arrangement. Any termination of such lease/rent and/or non-renewal thereof and attachment by the Property Owner could adversely affect our operations.
8. Our Company has not entered into any fixed contracts with its customers (both Indian and Foreign) and we typically operate on the basis of orders received on hand. Inability to maintain regular order flow would adversely impact our revenues and profitability.
9. Our success depends on stable and reliable logistics and transportation infrastructure. Disruption of logistics and transportation services could impair our ability to deliver our products to our customers and/ or increase our transportation costs, which may adversely affect our operations.
10. Any reduction in the demand for our products could lead to the under-utilization of our manufacturing capacity.

For further details please refer to the chapter “Risk Factor” on page no. 20 of the Prospectus.

SUMMARY OF OUTSTANDING LITIGATION, CLAIMS AND REGULATORY ACTION

A. Total number of outstanding litigations against the Company and amount involved:

Name of Entity	Criminal Proceedings	Tax Proceedings	Statutory or Regulatory Proceedings	Material Civil Litigations	Other Pending Litigations/ Actions	Aggregate amount involved (Rs in crores)
Company						
By the Company	Nil	Nil	Nil	Nil	Nil	Nil
Against the Company	Nil	6	Nil	Nil	3	0.65
Directors						
By our Directors	Nil	Nil	Nil	Nil	Nil	Nil
Against the Directors	Nil	Nil	Nil	Nil	Nil	Nil
Promoters						
By Promoters	Nil	Nil	Nil	Nil	Nil	Nil
Against Promoters	Nil	Nil	Nil	Nil	Nil	Nil

For further details of “Outstanding Litigation and Material Developments” please refer page no. 167 of the Prospectus.

B. Brief details of top 5 material outstanding litigations against the Company and amount involved: NIL

C. Regulatory action, if any – disciplinary action taken by SEBI or stock exchange against the promoters in the last 5 financial years including outstanding action, if any – NIL

D. Brief details of outstanding criminal proceedings against the promoters – NIL

For further details of “Outstanding Litigation and Material Developments” please refer page no. 167 of the Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER LEAD MANAGER / ISSUER

NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act and the guidelines/ regulations issued by the Government of India, or the guidelines/ regulations issued by the Securities and Exchange Board of India, established under section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be, have been complied with and no statement made in the prospectus is contrary to the provisions of the Companies Act, the Securities Contracts (Regulation) Act, 1956, as amended, the Securities and Exchange Board of India Act, 1992, as amended or the rules, regulations or guidelines issued thereunder, as the case may be. We further certify that all the statements in the prospectus are true and correct.